

Exhibit H

1 *[Names and addresses of counsel listed in signature page]*

2
3
4 UNITED STATES DISTRICT COURT
5 NORTHERN DISTRICT OF CALIFORNIA
6

7 DERRICK SATCHELL, KALINI BOYKIN,
8 VALERIE BROWN, RICK GONZALES,
9 CYNTHIA GUERRERO, RACHEL HUTCHINS,
10 TYRONE MERRIT, KELVIN SMITH, SR., and
11 KEN STEVENSON, on behalf of themselves and
12 all others similarly situated,

13 Plaintiffs,

14 vs.

15 FEDERAL EXPRESS CORPORATION, d/b/a
16 FedEx Express, a Delaware Corporation,

17 Defendant.
18
19
20
21
22
23
24
25
26
27
28

Case No.: C03-2659 SI; C 03-2878 SI

CLASS ACTION

[Proposed] Consent Decree

1 expenses, and costs for and on behalf of the Class Representatives and the Settlement Class for any and
2 all work performed and costs and expenses incurred through and including the Approval Date. This
3 amount is part of, and not in addition to, the Settlement Fund specified in Section XXII. A.

4 3. The award of attorneys' fees, litigation expenses and costs shall be paid as follows:

5 Within seven business days following Final Approval or the issuance of an order
6 approving attorneys' fees, litigation expenses and costs, whichever is later, FedEx Express will wire
7 the amount of the fees, litigation expenses, and costs approved by the Court to the Settlement Fund
8 Account, to hold in trust for Class Counsel. If the amount of attorneys' fees, litigation expenses, and
9 costs approved by the Court is less than \$15,000,000, the difference shall be added to the amount
10 distributed to the Settlement Class pursuant to Section XXII.A.2.d.

11 4. Once FedEx Express makes the payments sets forth in Section XXIII.B.3 to the
12 Settlement Fund Account, no Class Counsel may assert any claim for such payments from FedEx
13 Express.

14 **C. Payment of Fees, Expenses and Costs for Work Performed after Approval Date.**

15 1. Class Counsel may receive payment for work performed and expenses incurred after the
16 Approval Date relating to the defense of the Decree, monitoring, administration and implementation of
17 the Decree, including but not limited to evaluating and enforcing compliance with the Decree,
18 including the retention of experts to assist in evaluating and enforcing the Decree on the following
19 basis:

20 a. Except as provided in Section XIX, all payments shall be made from the
21 Settlement Fund Account with FedEx Express having no responsibility for making such payments after
22 it has paid the Settlement Fund Account as provided in Section XXII. A.

23 b. All requests for payment shall be made at the discretion of Class Counsel who,
24 as appropriate, may make requests for payment to experts.

25 c. Class Counsel shall receive payment on the basis of their hourly rates and
26 reimbursement for out-of-pocket expenses. Class Counsel shall submit to the Claims Administrator a
27 bill including an itemized statement of time, work performed and expenses and costs incurred. Class
28

Counsel shall be paid at the hourly rate schedule attached hereto as Appendix G, plus reasonable annual rate increases.

The Claims Administrator shall pay the amounts requested by Class Counsel that meet the requirements set forth in Section XXIII.C.1 within ten days of receipt of any such request, provided that there are sufficient funds available in the Settlement Fund Account including sufficient funds to pay the estimated costs of the claims and allocation processes and the estimated payments that may be due to the Special Master. If after all payments have been made to the Class Representatives, Declarant/Deponents and Settlement Class pursuant to Section XXII.B.1 and XXII.B.2 to Class Counsel pursuant to Section XXIII.B, to the Claims Administrator, to the taxing authorities for all applicable taxes, to the Special Master, and to Monitoring Counsel at their hourly rates for the monitoring of the Decree, there are funds remaining in the Settlement Fund Account, then any remaining amount will be distributed to Monitoring Counsel in recognition of their having taken the risk that there would be insufficient funds in the Settlement Fund Account to pay Monitoring Counsel at their hourly rates for monitoring the Decree.

Dated: April 6, 2007

James M. Finberg (SBN 114850)
Eve H. Cervantez (SBN 164709)
Claire Prestel (SBN 235649)
Chimene I. Keitner (SBN 226948)
ALTSHULER BERZON LLP
177 Post Street, Suite 300
San Francisco, CA 94108
Telephone: (415) 421-7151
Facsimile: (415) 362-8064

By: 


1 Dated: April _____, 2007

2 Jeana M. Littrell
3 Frederick L. Douglas
4 FEDERAL EXPRESS CORPORATION
5 3620 Hacks Cross Road, Bldg. B, 3rd Floor
6 Memphis, TN 38125-8800
7 Telephone: (901) 434-8519
8 Facsimile: (901) 434-9271

9 By: _____

10 *Attorneys for the Defendant*

11 IT IS SO ORDERED.

12 Signed:  Dated: 8/15/07
13 The Hon. Susan Illston

Appendix G - Class Counsel Hourly Rate Schedule

Altshuler Berzon LLP

James M. Finberg - \$700
Eve H. Cervantez - \$550
Rebekah B. Evenson - \$410
Danielle E. Leonard - \$350
Claire P. Prestel - \$325
Stuart Naifeh - \$275

Lieff, Cabraser, Heimann & Bernstein, LLP

Kelly M. Dermody - \$575
Daniel E. Barenbaum - \$425

Law Offices of John L. Burris

John L. Burris - \$650

Law Offices of Kay McKenzie Parker

Kay McKenzie Parker - \$475

Law Offices of Waukeen McCoy

Waukeen McCoy - \$525
Spencer Smith - \$325
Aldon Bolanos - \$325

Law Offices of Michael S. Davis

Michael S. Davis - \$525

Schneider and Wallace

Todd Schneider - \$525
Guy Wallace - \$525
William Willson - \$295
Nancy Park - \$275

Barry Goldstein, of counsel to Goldstein, Demchak, Baller, Borgen & Dardarian

Barry Goldstein - \$600